

BellSouth Telecommunications, Inc. 615 214-6301  
Suite 2101 Fax 615 214-7406  
333 Commerce Street  
Nashville, Tennessee 37201-3300

November 19, 1999

**BELLSOUTH**  
REC'D TN  
REGULATORY AUTH.

Guy M. Hicks  
'99 NOV 22 PM 2 54

OFFICE OF THE  
EXECUTIVE SECRETARY

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

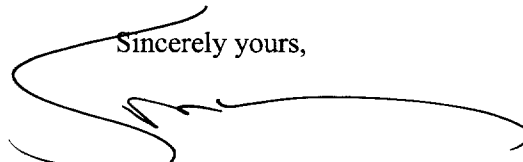
Re: Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and WinStar Telecommunications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.  
Docket No. ~~99-00471~~ 99-00901

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, WinStar Telecommunications, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement. The Amendment changes the name of the company to Winstar Wireless, Inc.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Russell C. MerSeth  
Attorney for Winstar Wireless, Inc.

interconnection amendment petition BEFORE THE TENNESSEE REGULATORY  
AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated  
by BellSouth Telecommunications, Inc. and WinStar Telecommunications,  
Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of  
1996*

Docket No. ~~99-00471~~

99-00901

**PETITION FOR APPROVAL OF THE**  
**AMENDMENT TO THE INTERCONNECTION AGREEMENT**  
**NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.**  
**AND WINSTAR TELECOMMUNICATIONS, INC.**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, WinStar Telecommunications, Inc. ("WinStar") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, WinStar and BellSouth state the following:

1. WinStar and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to WinStar. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on February 4, 1997.

2. The parties have recently negotiated an Amendment to the Agreement. The Amendment changes the name of the company to Winstar Wireless, Inc. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, WinStar and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and WinStar within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. WinStar and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

WinStar and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 22 day of Nov., 1999.

Respectfully submitted,

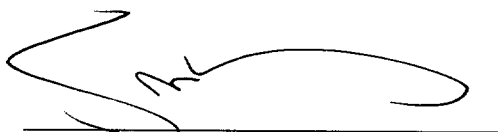
BELLSOUTH TELECOMMUNICATIONS, INC.

By:   
Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 22 day of Nov, 1999:

Russell C. MerSeth, Esq.  
Winstar Wireless, Inc.  
Vice President, Regulatory/Legal  
1146 19<sup>th</sup> Street, NW, Suite 250  
Washington, D.C. 20036

  
\_\_\_\_\_  
Guy M. Hicks

**AMENDMENT NO. 10  
TO THE  
INTERCONNECTION AGREEMENT BETWEEN  
Winstar Telecommunications AND  
BELL SOUTH TELECOMMUNICATIONS, INC.  
DATED August 22, 1996**

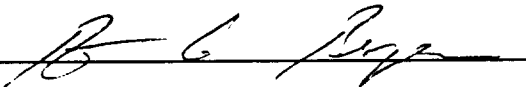
Pursuant to this Agreement, (the "Amendment") Winstar Telecommunications, Inc., ("WinStar") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated August 22, 1996, ("Interconnection Agreement").

NOW THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. WinStar Telecommunications, Inc., has changed the name of said business to Winstar Wireless, Inc. The Interconnection Agreement is hereby amended to reflect the name change.
2. The Parties hereby agree to amend the Interconnection Agreement by deleting in its entirety Article XIII and replacing it with a new Article XIII, incorporated herein as Attachment 1.
3. All of the other provisions of the Interconnection Agreement, dated August 22, 1996, shall remain in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

**Winstar Wireless, Inc.**

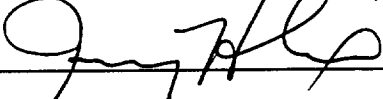
By: 

Name: Robert C. Berger

Title: Sr. V.P., Regulatory/Legal

Date: 10/6/99

**BellSouth Telecommunications, Inc.**

By: 

Name: Jerry D. Hendrix

Title: Sr. Director - Interconnection Svcs

Date: 10/8/99

Attachment 1

## **ARTICLE XIII.**

### **NOTICES AND DEMANDS**

Except as otherwise provided under this Agreement, all notices, demands or requests which may be given by any Party shall be in writing and shall be deemed to have been duly given as of the earlier of (i) the date of actual receipt; (ii) the next business day when notice is sent via express mail or personal delivery; or (iii) on the date set forth on the confirmation in the case of telecopy, to such Party at the address set forth below or at such other address as the intended recipient previously shall have designated by written notice to the other Party.

**BellSouth Telecommunications, Inc.**

General Attorney – COU  
Suite 4300  
675 W. Peachtree Street  
Atlanta, GA 30375

and

CLEC Account Team  
9<sup>th</sup> Floor  
600 North 19<sup>th</sup> Street  
Birmingham, AL 35203

**Winstar Wireless, Inc.**

~~Robert G. Berger~~ *Russell C. Merse*  
Vice President, Regulatory/Legal  
C/o 1146 Nineteenth Street NW  
Suite 250  
Washington, DC 20036  
FAX: (202) 530-0977  
PH: (202) 530-~~0993~~ *7659*

and

Thanos Voreas  
Director, Planning and Engineering  
WinStar Wireless, Inc.  
2545 Horsepin Road  
Herndon, VA 20171  
PH: (703) 889-6316

Each Party shall inform the other of any changes in the above addresses.